

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEVADA**

In re: Specialty Acquisition Corp.

Case No.: 10-51437

Chapter: 11

Debtor(s)  
\_\_\_\_\_

**AMENDMENT COVER SHEET**

The following items have been amended in the above named bankruptcy proceeding (check all applicable boxes).

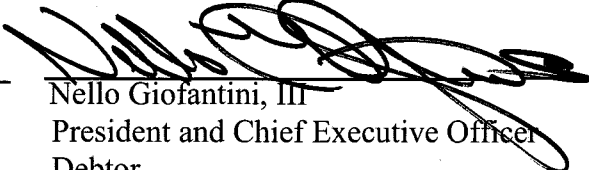
- \_\_\_ Voluntary Petition (specify reason for amendment)
- \_\_\_ Summary of Schedules
- \_\_\_ Statistical Summary of Certain Liabilities
- \_\_\_ Schedule A - Real Property
- \_\_\_ Schedule B - Personal Property
- \_\_\_ Schedule C - Property Claimed as exempt
- ☒ Schedule D, E or F and/or Matrix, and/or List of Creditors or Equity Holders
  - \_\_\_ Add/delete creditor(s), change amount or classification of debt - \$26.00 Fee required.
  - \_\_\_ Add/change address of already listed creditor - No fee
- \_\_\_ Schedule G - Executory Contracts and Unexpired Leases
- \_\_\_ Schedule H - CoDebtors
- \_\_\_ Schedule I - Current Income of Individual Debtor(s)
- \_\_\_ Schedule J - Current Expenditures of Individual Debtor(s)
- \_\_\_ Declaration Concerning Debtor's Schedules
- \_\_\_ Statement of Financial Affairs and/or Declaration
- \_\_\_ Chapter 7 Individual Debtor's Statement of Intention
- \_\_\_ Disclosure of Compensation of Attorney for Debtor(s)
- \_\_\_ Statement of Current Monthly Income and Means Test Calculation
- \_\_\_ Certification of Credit Counseling
- \_\_\_ Other:

**Amendment of debtor(s) Social Security Number requires the filer to follow the instructions provided by the Office of the U.S. Trustee, see link to the U.S. Trustee's website on our website: [www.nvb.uscourts.gov](http://www.nvb.uscourts.gov)**

**Declaration of Debtor**

I (We) declare under penalty of perjury that the information set forth in the amendment(s) attached hereto is (are) true and correct to the best of my (our) information and belief.

Date: 7/15/2010

  
\_\_\_\_\_  
Nello Giofantini, III  
President and Chief Executive Officer  
Debtor

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court**  
**Northern District of Georgia**

In re **Specialty Acquisition Corp.**

Debtor(s)

Case No. **10-51437**Chapter **11**

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS - AMENDED**

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
City of Phoenix Water Svcs. Dept. PO Box 29663 Phoenix, AZ 85038	City of Phoenix Water Svcs. Dept. PO Box 29663 Phoenix, AZ 85038	Utilities		4.90
Joseph Jay Schneider III Caroline Schneider 6559 East Morning Vista Lane Cave Creek, AZ 85331	Joseph Jay Schneider III Caroline Schneider 6559 East Morning Vista Lane Cave Creek, AZ 85331	Guarantor of loan to Oak Creek Condominiums, LLC	Contingent	372,581.78
La Jolla Bank, FSB 390 West Valley Parkway Escondido, CA 92025	La Jolla Bank, FSB 390 West Valley Parkway Escondido, CA 92025	Guarantor of loan to 5th and Lincoln, LLC	Contingent	6,400,000.00
La Jolla Bank, FSB 390 West Valley Parkway Escondido, CA 92025	La Jolla Bank, FSB 390 West Valley Parkway Escondido, CA 92025	Guarantor of loan to Oak Creek Condominiums, LLC	Contingent	3,840,000.00
La Jolla Bank, FSB 390 West Valley Parkway Escondido, CA 92025	La Jolla Bank, FSB 390 West Valley Parkway Escondido, CA 92025	Guarantor of loan to JFP 1330, LLC	Contingent	3,020,000.00
RBF Consulting 16605 N 28th Ave, Ste 100 Phoenix, AZ 85053	RBF Consulting 16605 N 28th Ave, Ste 100 Phoenix, AZ 85053	Consulting services		9,185.50
Tholl Fence, Inc 800 Glendale Ave Sparks, NV 89432	Tholl Fence, Inc 800 Glendale Ave Sparks, NV 89432	Fence repair		330.00

B4 (Official Form 4) (12/07) - Cont.

In re **Specialty Acquisition Corp.**Case No. **10-51437**

Debtor(s)

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS - AMENDED**  
(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>

**DECLARATION UNDER PENALTY OF PERJURY  
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the President and Chief Executive Officer of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date 7/15/2010

Signature

  
**Nello Gonfiantini III**  
**President and Chief Executive Officer**

*Penalty for making a false statement or concealing property:* Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571.